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Section

MAR 02 2011

Washington, DC
110UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549ANNUAL AUDITED REPORT
FORM X-17A-5
PART III

OMB APPROVAL	
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FACING PAGE

Information Required of Brokers and Dealers Pursuant to Section 17 of the
Securities Exchange Act of 1934 and Rule 17a-5 ThereunderREPORT FOR THE PERIOD BEGINNING 01/01/10 AND ENDING 12/31/10
MM/DD/YY MM/DD/YY

A. REGISTRANT IDENTIFICATION

NAME OF BROKER-DEALER: The Windmill Group, Inc.
ADDRESS OF PRINCIPAL PLACE OF BUSINESS: (Do not use P.O. Box No.)

OFFICIAL USE ONLY

FIRM I.D. NO.

253 ROUTE 202

(No. and Street)

SOMERS

(City)

NY

(State)

10589

(Zip Code)

NAME AND TELEPHONE NUMBER OF PERSON TO CONTACT IN REGARD TO THIS REPORT

JOHN MACERADA914-277-0700

(Area Code - Telephone Number)

B. ACCOUNTANT IDENTIFICATION

INDEPENDENT PUBLIC ACCOUNTANT whose opinion is contained in this Report*

JAMES GARDNER

(Name if individual, state last, first, middle name)

385 Broadway

(Address)

ROCKFORD

(City)

NY

(State)

11714

(Zip Code)

CHECK ONE:

- ☒ Certified Public Accountant
☐ Public Accountant
☐ Accountant not resident in United States or any of its possessions.

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*Claims for exemption from the requirement that the annual report be covered by the opinion of an independent public accountant must be supported by a statement of facts and circumstances relied on as the basis for the exemption. See Section 240.17a-5(e)(2)

18
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OATH OR AFFIRMATION

I, John Macetanka, swear (or affirm) that, to the best of my knowledge and belief the accompanying financial statement and supporting schedules pertaining to the firm of The Windmill Group, Inc, as of Dec 31, 20 10, are true and correct. I further swear (or affirm) that neither the company nor any partner, proprietor, principal officer or director has any proprietary interest in any account classified solely as that of a customer, except as follows:

NONE

John Macetanka
Signature
President
Title

Carol M. Masi
Notary Public

CAROL M. MASI
Notary Public, State of New York
No. 01MA5035464
Qualified in Westchester County
My Commission Expires 10-31-2014

This report ** contains (check all applicable boxes):

- ☒ (a) Facing Page.
- ☒ (b) Statement of Financial Condition.
- ☒ (c) Statement of Income (Loss).
- ☒ (d) Statement of Changes in Financial Condition.
- ☒ (e) Statement of Changes in Stockholders' Equity or Partners' or Sole Proprietors' Capital.
- ☒ (f) Statement of Changes in Liabilities Subordinated to Claims of Creditors.
- ☒ (g) Computation of Net Capital.
- ☐ (h) Computation for Determination of Reserve Requirements Pursuant to Rule 15c3-3.
- ☐ (i) Information Relating to the Possession or Control Requirements Under Rule 15c3-3.
- ☐ (j) A Reconciliation, including appropriate explanation of the Computation of Net Capital Under Rule 15c3-1 and the Computation for Determination of the Reserve Requirements Under Exhibit A of Rule 15c3-3.
- ☐ (k) A Reconciliation between the audited and unaudited Statements of Financial Condition with respect to methods of consolidation.
- ☒ (l) An Oath or Affirmation.
- ☐ (m) A copy of the SIPC Supplemental Report.
- ☐ (n) A report describing any material inadequacies found to exist or found to have existed since the date of the previous audit.

**For conditions of confidential treatment of certain portions of this filing, see section 240.17a-5(e)(3).

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THE WINDMILL GROUP, INC.

ANNUAL REPORT

DECEMBER 31, 2010



THE WINDMILL GROUP, INC.
ANNUAL REPORT
DECEMBER 31, 2010

TABLE OF CONTENTS

Auditor's Report	
Balance Sheet	1
Statement of Income and Retained Earnings	2
Statement of Changes in Shareholders' Equity	3
Statement of Cash Flows	4
Notes to Financial Statements	5

SUPPLEMENTARY INFORMATION:

Accountant's Report	
Schedule of Operating Expenses	Exhibit A
Computation of Net Capital Requirement	Exhibit B
Computation of Net Capital	Exhibit C



February 20, 2011

**To the Stockholders of
The Windmill Group, Inc.
253 Route 202
Somers, New York 10589**

I have audited the accompanying balance sheet of The Windmill Group, Inc., as of December 31, 2010 and the related statements of operation, accumulated deficit, and cash flows for the year ended December 31, 2010. These financial statements are the responsibility of company's management. My responsibility is to express an opinion on these financial statements based on my audit.

I conducted my audit with auditing standards generally accepted in the United States of America. Those standards require that I plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. I believe that my audit provides a reasonable basis for my opinion.

In my opinion, the financial statements referred to above present fairly, in all material respects, the financial position of The Windmill Group, Inc. as of December 31, 2010 and the results of their operations and cash flows for the year ended December 31, 2010 in conformity with accounting principles generally accepted in the United States of America.

Robert J. Gardener, CPA

January 19, 2011



THE WINDMILL GROUP, INC.
BALANCE SHEET
DECEMBER 31, 2010

ASSETS

Current Assets

Cash	\$ 3,435
Investments	17,460
Accounts receivable	<u>9,114</u>
Total	<u>30,009</u>

Fixed Assets

Office equipment	5,000
Furniture & fixtures	<u>1,000</u>
	6,000
Less: Accumulated depreciation	<u>(6,000)</u>
Net equipment and fixtures	<u>0</u>

Total Current Assets	<u>\$ 30,009</u> =====
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LIABILITIES AND STOCKHOLDERS' EQUITY

Current Liabilities

Commissions payable	\$ 3,821
Payroll taxes payable	<u>1,423</u>
Total Liabilities	<u>5,244</u>

Stockholders' Equity

Capital stock	2,700
Additional paid in capital	130,100
Retained earnings - (deficit)	<u>(108,035)</u>
Total	<u>24,765</u>

Total Liabilities and Stockholders' Equity	<u>\$ 30,009</u> =====
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See accompanying notes and accountant's audit report.



THE WINDMILL GROUP, INC.
STATEMENT OF INCOME AND RETAINED EARNINGS
FOR THE YEAR ENDED DECEMBER 31, 2010

Revenues	
Commissions	<u>\$ 383,447</u>
Operating Expenses	<u>372,097</u>
Net Profit	11,350
Retained Earnings - (deficit) - January 1	<u>(119,385)</u>
Retained Earnings - (deficit) - December 31	\$(108,035) =====

See accompanying notes and accountant's audit report.



THE WINDMILL GROUP, INC.
STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY
FOR THE YEAR ENDED DECEMBER 31, 2010

	<u>Common Stock</u>	<u>Additional Paid-in Capital</u>	<u>Retained Earnings</u>	<u>Total</u>
Balance as of Jan. 1, 2010	\$2,700	\$130,100	(\$119,385)	\$ 13,415
Net profit – 2010			11,350	11,350
Balance as of Dec. 31, 2010	<u>\$2,700</u>	<u>\$130,100</u>	<u>(\$108,035)</u>	<u>\$ 24,765</u>

See accompanying notes and accountant's audit report.



THE WINDMILL GROUP, INC.
STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED DECEMBER 31, 2010

Cash flows provided by operating activities:

Net Profit	<u>\$ 11,350</u>
Adjustments to reconcile net income to net cash provided by operating activities	
Changes in assets and liabilities	
Accounts receivable	(2,745)
Payroll taxes payable	447
Commissions payable	<u>163</u>
Total adjustments	<u>(2,135)</u>
Net cash provided by operating activities	<u>9,215</u>
Cash flows from investing activities:	
Investments in securities	<u>(17,460)</u>
Net cash provided by investing activities	<u>(17,460)</u>
Net decrease in cash and cash equivalents	(8,245)
Cash and cash equivalents - January 1	<u>11,680</u>
Cash and cash equivalents - December 31	\$ 3,435 =====

See accompanying notes and accountant's audit report.



THE WINDMILL GROUP, INC.
NOTES TO THE FINANCIAL STATEMENTS
DECEMBER 31, 2010

SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Accounts Receivable

The year end balance of \$9,114 is all current. These amounts were received in full in January 2011.

Investments

This represents the purchase price of various investment securities purchased during 2010.

Commissions Payable

The year end balance of \$3,821 is all current. It represents commissions earned in December 2010 by brokers registered with the firm. All commissions were paid in full in January 2011.

Payroll Taxes Payable

The year end balance of \$1,423 represents payroll taxes withheld from wages paid during the fourth quarter of 2010. All payroll taxes were paid in full in January 2011.

Income Taxes

In 1987, the former shareholder elected to treat the company as a small business corporation ("S" corporation) for income tax purposes. As such, the company's income or loss and credits will be passed through to the shareholders and combined with their other personal income and deductions to determine taxable income on their individual returns.

Capital Stock

The present shareholders each own 50% of the company at December 31, 2010.

See accompanying notes and accountant's audit report.



February 20, 2011

**The Windmill Group, Inc.
253 Route 202
Somers, New York 10589**

As an addendum to the annual report of December 31, 2010, I herewith submit the following exhibits:

- | | |
|------------|--|
| "A" | Schedule of Operating Expenses |
| "B" | Computation of Net Capital Requirements |
| "C" | Computation of Net Capital |

In my opinion, the aforementioned exhibits present fairly, the information under Security Exchange Commission Rule 17A-5(d)(4) in conformity with generally accepted accounting principles. It is also my opinion, that no material inadequacies currently exist or were found to have existed since the previous audit dated 12/31/08, pursuant to SEC Rule 17a-5(d)(4) or SEC Rule 17a-5(j).

Robert J. Gardener



Exhibit A

THE WINDMILL GROUP, INC.
OPERATING EXPENSES
FOR THE YEAR ENDED DECEMBER 31, 2010

Operating Expenses

Automobile	\$ 9,663
Bank charges	271
Commissions	254,153
Contributions	150
Dues, subscriptions, and licenses	7,537
Insurance	2,485
Internet expenses	2,833
Meals & Entertainment	3,944
Office expense & supplies	19,660
Postage & Delivery	949
Professional fees	5,575
Rent	10,080
Salaries - Officers	40,500
Seminars	1,065
Telephone	6,011
Taxes	3,689
Travel	2,375
Utilities	<u>1,157</u>
Total	\$ 372,097 =====

**Exhibit B**

THE WINDMILL GROUP, INC.
COMPUTATION OF NET CAPITAL REQUIREMENT
DECEMBER 31, 2010

Minimum Net Capital Required 6 2/3% of aggregate indebtedness	\$ 350 =====
Minimum Required	\$ 5,000 =====
Net Capital Required (Greater of above amounts)	\$ 5,000 =====
Excess Net Capital (Net Capital \$24,416 per Exhibit C less net capital requirement \$5,000)	\$ 19,416 =====
Net Capital less 120% of minimum dollar Net Capital requirement of \$5,000	\$ 13,416 =====



Exhibit C

THE WINDMILL GROUP, INC.
COMPUTATION OF NET CAPITAL
DECEMBER 31, 2010

Total stockholders' equity from the balance sheet equity	\$ 24,765
Liabilities subordinated to claims of general creditors	<u>0</u>
Total capital & allowable subordinated liabilities	<u>\$ 24,765</u>
Less: non allowable assets from the balance sheet:	
Other assets	<u>0</u>
Total	<u>24,765</u>
Less: 2% haircut on securities	<u>349</u>
Net Capital	<u>\$ 24,416</u> =====